



XBOX 360®

ROCKSTAR GAMES PRESENTS

MAX PAYNE 3





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AS A YOUNG NYPD DETECTIVE

Max Payne's life was shattered in a single dark night when he returned home to find his beautiful wife and baby daughter dead. Both had been brutally murdered in a frenzied attack by a group of junkies in the grip of the latest designer drug infecting the city – Valkyr.

In the years that followed, as his despair turned to rage, Max transferred to the DEA and went undercover, dedicating himself to stamping out the menace of Valkyr. Eventually he stumbled across a lead that would help him unravel a conspiracy that touched the highest echelons of the US Military-Industrial

Complex, and implicated them in the production and trafficking of Valkyr, finally uncovering the stark truth behind the murder of his family.

Taking revenge on the individuals involved went some way to satisfying Max's need for vengeance, but nothing could lessen the sense of loss. As depression set in and eroded his anger, Max returned to the relative tranquillity of the NYPD.

Years later when a routine investigation brought some of the key figures from the Valkyr conspiracy back into focus, Max



saw a glimmer of hope. Hope of a new life. Hope of regaining some of what he'd lost. Hopes that were ultimately dashed, again at the hands of the dark, mysterious forces that seek to influence and manipulate those that govern.

Disaffected with policing and struggling with his demons, Max left the NYPD and turned to a toxic combination of booze and pills, languishing for years in the limbo of seedy New York bars and the arms of easy women. Until an old friend walked through the door and an opportunity for a fresh start arose...





GAME CONTROLS

YELLOW DENOTES CONTROLS FOR MULTIPLAYER GAMEPLAY

LEFT TRIGGER.....	SHOULDER AIM	B	RELOAD / (HOLD) LOOT
LEFT BUMPER	(HOLD) WEAPON	A	CLIMB / VAULT / (HOLD) SPRINT / (DOUBLE TAP) ROLL
	WHEEL / (TAP)		
	THROW GRENADE		
RIGHT TRIGGER.....	FIRE / MELEE (WHEN CLOSE)	X	ENTER / EXIT COVER
RIGHT BUMPER	SHOOTDODGE™	D-PAD UP	USE PAINKILLERS
LEFT STICK	MOVE	D-PAD DOWN	QUICK 180° / DROP WEAPON
RIGHT STICK	CAMERA	D-PAD LEFT	SET CAMERA LEFT
LEFT STICK BUTTON.....	(TAP) CROUCH / (HOLD) PRONE	D-PAD RIGHT	SET CAMERA RIGHT
RIGHT STICK BUTTON ..	BULLET TIME® / TRIGGER BURST	BACK BUTTON	WEAPON ATTACHMENTS / LEADERBOARD
Y	PICK UP WEAPON / INTERACT / MELEE / TAUNT	START BUTTON	PAUSE

Xbox LIVE

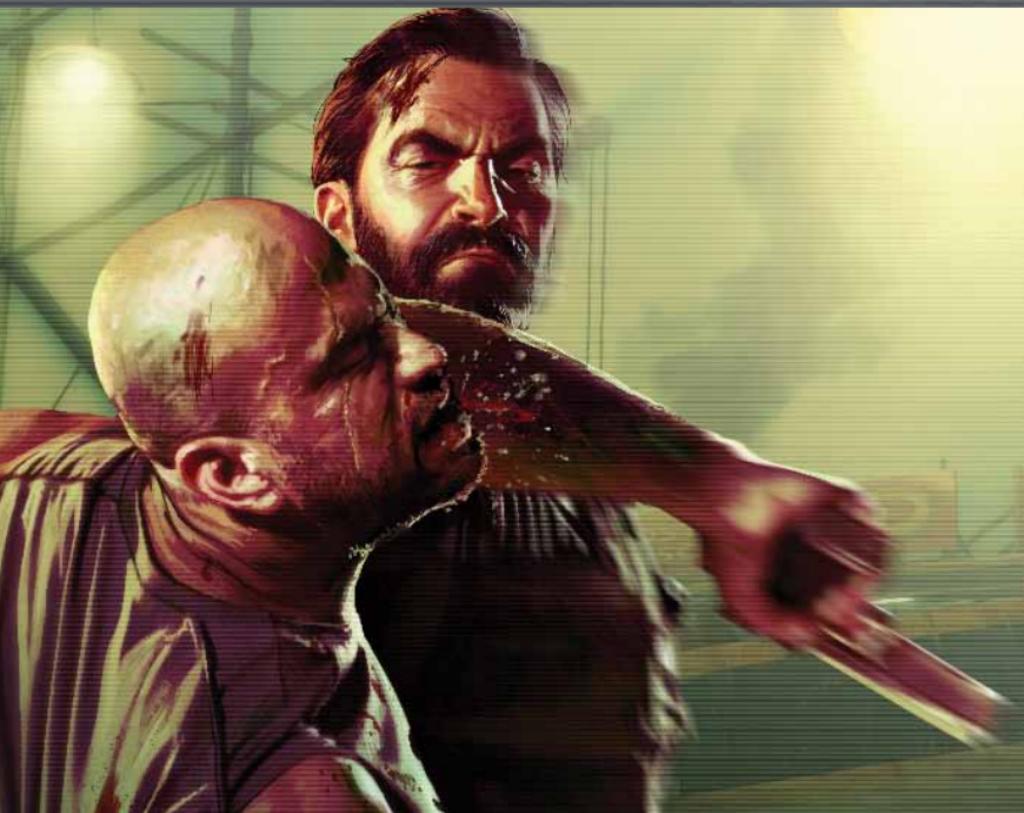
Xbox LIVE® is your connection to more games, more entertainment, more fun. Go to www.xbox.com/live to learn more.

Connecting

Before you can use Xbox LIVE, connect your Xbox 360 console to a high-speed Internet connection and sign up to become an Xbox LIVE member. For more information about connecting, and to determine whether Xbox LIVE is available in your region, go to www.xbox.com/live/countries.

Family Settings

These easy and flexible tools enable parents and caregivers to decide which games young game players can access based on the content rating. Parents can restrict access to mature-rated content. Approve who and how your family interacts with others online with the Xbox LIVE service, and set time limits on how long they can play. For more information, go to www.xbox.com/familysettings.





1 HEALTH METER

Your remaining painkillers are shown in Max's silhouette. As damage is sustained, the outline fills in red.

2 BULLET TIME® METER

This indicates your amount of Bullet Time® available. As Bullet Time® is used up, the meter will drop, and can be replenished by shooting enemies or when under fire.

3 WEAPON WHEEL

Bring up the weapon wheel by holding LB. Navigate to the weapon you want by using the Right Stick.

Release LB to change to the new weapon.

If you select the dual wield option, you will automatically drop your two handed weapon. You can manually drop this weapon by tapping down on the D-PAD while the weapon wheel is up.

4 AMMO COUNT

Displays the amount of ammunition you possess for the equipped weapon.

5 RETICLE

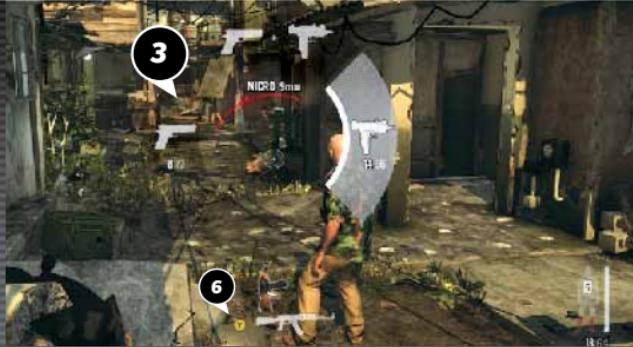
Shows where your shots will be fired.

6 NOTIFICATIONS (Y TO INTERACT)

Text will appear when a contextual interaction is available.

HEADS UP DISPLAY

SINGLE PLAYER / MULTIPLAYER



7 DAMAGE INDICATOR

The Damage Indicator shows the direction from which damage has been sustained.

In higher difficulty settings, the Damage Indicator will not appear.

8 SCORE

Displays your score on the left of the timer. Your opponent's score is shown on the right.

9 TIME

Displays how much time is left in the current round.

10 MINI-MAP

The mini-map shows the current position of you, your teammates, and icons relating to important items or objectives.

11 MESSAGE / UPDATES

Displays updates such as kills, deaths, and objectives over the course of the match.

12 ADRENALINE

The adrenaline meter fills as you land hits on your enemies and via looting. The adrenaline meter has three levels, which correspond to the three levels of your equipped Burst.

**YELLOW DENOTES
HUD FOR
MULTIPLAYER
GAMEPLAY**



GUNPLAY

HEALTH

After taking damage, popping some painkillers will heal Max. Find more painkillers by exploring the environments and pay close attention to your health meter.

If you are fatally wounded with a painkiller remaining, you will have a few seconds before you die to take out the enemy who shot you. If you manage to kill him, you will consume a painkiller and regain a small amount of health to keep fighting.

In multiplayer, health will slowly regenerate after several seconds - loadout weight and certain items will impact the speed of health regeneration. Painkillers are the fastest way to regenerate health.

BULLET TIME®

Bullet Time® will slow down the world

around you and allow you to aim, move and fire slightly faster, giving you an edge on your enemies.

Bullet Time® is finite and can run out. Earn more by getting kills or while under fire. Headshots, well placed body shots and stringing kills together will all earn you extra Bullet Time®.

SHOOTDODGE™

Use Shootdodge™ to make spectacular kills in Bullet Time®. You can use Shootdodge™ as a defensive strategy to quickly get out of fire. You can Shootdodge™ in any direction you start to move in by pressing RB.

After a Shootdodge™, Max will remain prone on the ground. You can continue to shoot in any direction by using the RIGHT STICK and reload while lying down.

To stand up, push up the LEFT STICK in the direction you want to move.



BULLET CAM

A cinematic camera will automatically show your final kill, letting you know you've cleared an area.

You can also manually slow down the speed of the bullet cam by holding the A button, or fire more rounds into your enemy by pressing RIGHT TRIGGER.

MELEE

In close quarters, Max has a slew of brutal melee attacks to take down enemies. When you run out of ammo, use melee to disarm your enemies and take their weapon.

COVER

Walls, vehicles, crates and other objects can be used as cover. Press X when near to an object to take cover behind it. Exit by pressing X or pushing the LEFT STICK away from the cover. Some cover degrades as it takes damage. If you stay in cover for too

long, enemies will use flanking and charge tactics to force Max out of hiding.

TARGETING

Max Payne 3 has advanced control settings for targeting. You can select different reticles, control schemes and adjust camera control speed. There are also different aiming types:

HARD LOCK

Reticle quickly snaps to the closest targets when pressing LEFT TRIGGER. Hard Lock provides the most aiming assistance.

SOFT LOCK

You will need to aim closer to targets before the reticle snaps to lock on.

OFF

Turn off targeting assistance for complete free aim.

MULTIPLAYER

Max Payne 3 multiplayer is a groundbreaking new way to take the Max Payne experience online. In addition to an array of competitive and cooperative game modes like Deathmatch and Payne Killer, Max Payne 3 multiplayer introduces an innovative narrative-driven team mode called Gang Wars, where the outcome of each match will determine the story and game types for 5 consecutive rounds of gameplay. Level up to unlock new weapons, attachments, items, customizable avatar features, and a range of special abilities, called Bursts.

MATCHMAKING

In multiplayer, you can choose to join one of many Playlists to compete with the entire online community or create a Private match where you can invite and play with your friends. Playlists use a matchmaking system that will place you in matches with appropriate players

based on your level, the types of matches you choose and numerous factors related to your personal ranking. If you have formed a persistent crew through the Rockstar Games Social Club, you will be placed in matches with your gang mates if they are playing online.

PLAYLISTS

ROOKIE PLAYLISTS

Deathmatch and Team Deathmatch modes reserved for players new to Max Payne Multiplayer.

DEATHMATCH

It's every gangster for himself. Kill everyone as often as possible.

TEAM DEATHMATCH

Work with your gang to take down your rivals. The gang with the most kills wins.

PAYNE KILLER

This mode is a blend of cooperative and competitive play. The game starts with a standoff. The first player to make a kill and the first player to get killed will become Max Payne and Raul Passos. Those two players must work together to kill as many gang members as possible to earn points and stay alive. The remaining players must try to take down Max and Passos. Any player that kills one of them will become them and then must fight to stay alive for as long as possible.

LARGE DEATHMATCH

Take down your enemies in a Deathmatch with up to 16 players on a large map. Complete the training grinds to open advanced playlists.

LARGE TEAM DEATHMATCH

A Team Deathmatch in larger teams on a larger map.

GANG WARS

Gang Wars takes key events from the single player story and uses them as jump-off points for multiplayer matches with shifting objectives, all linked by a shared story thread. Complete multiple objectives with your gang. Each objective forms part of a larger branching story arc that will change dynamically based on the outcome in each round:

WARFARE:

All out warfare as the gangs battle for supremacy.

SHOWDOWN:

The gangs battle to the death, their strength dependant on the previous rounds.



SURVIVOR:

A Showdown style game mode but each team has limited lives.

LAST MAN:

Each gang member has only one life to fight to the death.

TAKEDOWN:

Take down the designated target – and anyone who gets in your way.

SHORT FUSE:

One gang must arm one of two bombs while the other tries to protect the bomb sites from destruction.

DELIVERY:

Both gangs must compete to collect and deliver their team's items to a single drop off point.

GRAB:

Both gangs fight over capturing two bags and delivering them to a drop off point.

TURF GRAB:

Gangs battle for an important piece of turf.

TOTAL TURF:

Gangs fight to control multiple territories.

SIEGE:

With their back to the wall, one gang must hold on to 3 territories, one after the other.

PASSAGE:

One gang flees for their life as they're mercilessly hunted down.

Press the X BUTTON to change aiming default within the playlists section. Playlists may be added or changed as add-on content is released



ARSENAL

The Arsenal is your hub for multiplayer customization. Access the Arsenal through the multiplayer menu to create and equip custom loadouts, unlock and purchase new weapons, customize your avatar appearance and add titles to your name.

LOADOUT

The loadout section provides 4 preset loadouts that suit various play styles. Levelling up will unlock customizable loadout slots to create your own loadouts with weapons, items, projectiles and Bursts that you have unlocked.

All loadout items are unlocked by levelling up and are purchased with the cash you have earned; scroll through the loadout menu to view and equip weapons, items, projectiles and Bursts.

Weapons and items all have various effects on your mobility, speed and health regeneration; be sure to keep an eye on your mobility meter when customizing your player.

ITEMS

You can equip and carry up to 5 items at a time, giving your player persistent passive abilities while equipped.

MULTIPLAYER CONTINUED



BURSTS

Bursts are special abilities that you can assign within your loadout and activate during gameplay to give you, and in some cases, your entire team, a specific advantage. Bursts are tied to your adrenaline meter and each Burst has three levels which are activated depending on how much adrenaline you have. You can only equip one Burst per loadout. Activate a Burst by clicking the **RIGHT STICK BUTTON**.

PROJECTILES

Select and equip one of many different types of thrown weapons such as frag grenades or flash bangs. Throw projectiles by tapping **LB**. You can also cook grenades by equipping them with the weapon wheel and holding down **RIGHT TRIGGER** before releasing.

AVATAR

Modify a custom avatar for each faction in multiplayer. Your avatar can be customized with numerous cosmetic alterations to your outfit and physical appearance.

TITLES

New titles are unlocked by reaching higher ranks or completing Grinds. Choose a title for your player and show off your cred.

MULTIPLAYER CONTINUED



LEVELLING AND CASH

XP

Earn XP by getting kills, completing objectives, and playing matches.

LEVELLING AND UNLOCKS

Accumulate XP in multiplayer to level up. More items, bursts, weapons and attachments will unlock as you level up.

CASH

Use cash to purchase new weapons, attachments, items and bursts for your loadout. You receive a cash bonus each time you level up. Completing objectives, looting bodies, getting killstreaks and winning wagers also earns you cash.

LOOTING

Hold B over dead enemies to loot their bodies for cash, adrenaline or painkillers.

WAGERS

While a game is loading, you have a chance to wager on match specific criteria by pressing X.

GRINDS

Grinds are multiplayer challenges that earn you extra XP when completed. Grinds are automatically tracked and you can view your progress, completed Grinds and awards through the Grinds menu.

WEAPON LEVELLING SYSTEM

Racking up kill XP will level up your equipped weapon, unlocking new features for that weapon and its attachments.



**ROCKSTAR
GAMES**

Social Club

Sign up for the Rockstar Games Social Club to receive all the benefits of being a part of the Rockstar community. Play in special Social Club-only events with Rockstar devs, friends and VIPs, show off your skills in multiplayer events streaming live on the Social Club website, participate in individual and community gameplay challenges, track your stats against your friends, and do all this while earning exclusive rewards.

To join in-game, press the START button on the Max Payne 3 main menu screen, or visit www.rockstargames.com/socialclub

CREWS

Crews are an easy way for Social Club members to play Max Payne 3 multiplayer with friends. Playing in a Crew will yield extra XP in matches and improve your team based skills.

Create, join and manage Crews through the Social Club website – this is your hub for customizing and managing all aspects of your Crew including the Crew name and emblem. You can also

join and manage Crews through the in-game multiplayer menu.

You can join multiple crews, but you can only have one active at a time. When joining a match that has a member of your Crew in it, you will automatically join their side. You can also invite gamers you've recently played with to join your Crew, or apply to join their Crew through the in-game Crews menu.

FORM CREWS IN
MAX PAYNE 3



KEEP THEM GOING IN

**grand
theft
auto V**

DOWNLOADABLE CONTENT

View current and upcoming downloadable content through the Xbox LIVE Marketplace section on the main menu. You will see which downloadable content you currently own and you can purchase available downloadable content from the Xbox LIVE Marketplace section.

ARCADE MODE

Take on single player levels in Arcade Mode. Race against the clock to complete levels quickly while causing as much destruction as possible along the way.

Score Attack levels are unlocked by beating them in the single player story mode. New York Minute is unlocked after beating the game.

Unlock multiplayer Avatar clothing by achieving platinum, and gain multiplayer XP by reaching high scores in the Arcade Modes.



SCORE ATTACK

Accumulate the highest score possible by getting certain types of shots and kills. Points are awarded at various levels for body shots, headshots, kills, explosion kills, melee, and vehicle destruction. Multipliers are added to reward consecutive hits and using various game mechanics like Shootdodge™, Bullet Time® or prone firing.

NEW YORK MINUTE

Take out enemies to add time; kills are worth 5 seconds, headshots are worth 6 seconds. Bullet Time® will slow down the timer, and the timer pauses during cut scenes and bullet cams. If the clock reaches zero, you are killed. There is an additional timer that tracks how long each level takes. If you fail a checkpoint, the level restarts and the additional time it takes you to complete the level is added to your total play through clock.

For full game credits, visit rockstargames.com/maxpayne3/credits



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